



Order Filed on June 5, 2015
by Clerk
U.S. Bankruptcy Court
District of New Jersey

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

**TRENK, DiPASQUALE,
DELLA FERA & SODONO, P.C.**
347 Mt. Pleasant Avenue, Suite 300
West Orange, NJ 07052
(973) 243-8600
Anthony Sodono, III
Joao F. Magalhaes
*Counsel to RCC Consultants, Inc.,
Debtor and Debtor-in-Possession*

In re:

RCC CONSULTANTS, INC.,

Debtor.

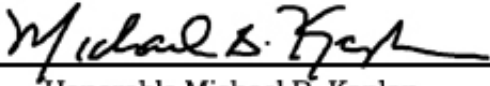
Chapter 11

Case No. 15-18274 (MBK)

**AMENDED SECOND INTERIM ORDER
AUTHORIZING USE OF CASH COLLATERAL**

The relief set forth on the following pages, numbered two (2) through five (5), is hereby
ORDERED.

DATED: June 5, 2015


Honorable Michael B. Kaplan
United States Bankruptcy Judge

(Page 2)

Debtor: RCC Consultants, Inc.

Case No.: 15-18274 (MBK)

Caption of Order: Amended Second Interim Order Authorizing Use of Cash Collateral

THIS MATTER having been originally before the Court on motion of RCC Consultants, Inc. (“Debtor”), for authority to use cash collateral on a continued basis pursuant to Title 11 of the United States Code (the “Bankruptcy Code”) sections 105, 363(c)(2)(B), 363(e), and 507(b), and Rule 4001(b) of the Federal Rules of Bankruptcy Procedure (the “Motion”). Notice of the Motion together with notice of the preliminary hearing thereon has been given and served by the Debtor to (i) the Office of the United States Trustee for the District of New Jersey; (ii) the Debtor’s twenty largest unsecured creditors; (iii) all secured creditors (specifically, TD Bank, N.A.; TD Equipment Finance, Inc.; Dell Financial Services L.L.C.; GreatAmerica Financial Services Corporation; and Ascentium Capital, L.L.C.); (iv) parties who filed a notice of appearance and request for service of pleadings in this Chapter 11 case pursuant to Bankruptcy Rule 2002, if any; and (v) any other parties claiming an interest in the cash collateral, if any. The Debtor and TD Bank, N.A. (“TD Bank”), have agreed to extend cash collateral up through and including June 12, 2015, on the terms and conditions set forth herein and on those as set forth in the *Interim Order Authorizing Use of Cash Collateral* (Doc. No. 30) entered on May 11, 2015 (the “Initial Order”).

The Court having determined there is a reasonable likelihood that the Debtor will prevail upon the merits at the final hearing of the Motion as required by Section 363(c)(3) of the Bankruptcy Code; and for good cause shown;

IT IS ORDERED as follows:

1. The Initial Order remains in full force and effect, except as modified herein, including the following revisions:

(Page 3)

Debtor: RCC Consultants, Inc.
Case No.: 15-18274 (MBK)
Caption of Order: Amended Second Interim Order Authorizing Use of Cash Collateral

- a. The top of page six (6) is hereby amended to provide that “[w]ith regard to all of the alleged secured creditors set forth above, RCC and all parties-in-interest reserve their rights to review the extent, validity and priority of the secured creditors’ liens”;
- b. section 1(f) of the Initial Order is hereby amended to allow cash collateral to be used for the purpose of paying statutory fees pursuant to 28 U.S.C. § 1930(a)(6);
- c. the replacement lien conveyed by section 2(a) of the Initial Order is made subject to statutory fees pursuant to 28 U.S.C. § 1930(a)(6); and
- d. the statutory rights conveyed by section 2(b) of the Initial Order are made subject to statutory fees pursuant to 28 U.S.C. § 1930(a)(6).

2. Use of Cash Collateral. TD Bank consents, and the Debtor is authorized, for the periods and in accordance with the cash collateral budget attached as **Exhibit A** to use cash collateral up to and including June 12, 2015, for the following purposes:

- a. Maintenance and preservation of its assets;
- b. the continued operation of its business including, but not limited to, paying payroll, payroll taxes, employee expenses, and insurance costs;
- c. the completion of work-in-progress;
- d. the purchase of replacement inventory; and
- e. statutory fees pursuant to 28 U.S.C. § 1930(a)(6).

(Page 4)

Debtor: RCC Consultants, Inc.

Case No.: 15-18274 (MBK)

Caption of Order: Amended Second Interim Order Authorizing Use of Cash Collateral

3. Periodic Payments. On or before June 5, 2015, Debtor shall pay to TD Bank the sum of \$12,000.00 which shall be applied to post-petition interest, attorneys' fees and costs, and then to principal. All parties reserve all rights with respect to further periodic payments.

4. The Debtor agrees and acknowledges the validity, extent, and priority of TD Bank's loan, its loan documents, and its debt as evidenced by the proof of claim filed by TD Bank.

FINAL HEARING ORDER

IT IS FURTHER ORDERED AND NOTICE IS HEREBY GIVEN that notice of a Final Hearing was provided to (i) the Office of the United States Trustee for the District of New Jersey; (ii) the Debtor's twenty largest unsecured creditors; (iii) all secured creditors (specifically, TD Bank, N.A.; TD Equipment Finance, Inc.; Dell Financial Services L.L.C.; GreatAmerica Financial Services Corporation; and Ascentium Capital, L.L.C.); (iv) parties who filed a notice of appearance and request for service of pleadings in this Chapter 11 case pursuant to Bankruptcy Rule 2002, if any; and (v) any other parties claiming an interest in the cash collateral, if any, and such hearing was held on May 27, 2015, before the Honorable Michael B. Kaplan, United States Bankruptcy Judge. Blue Cross/Blue Shield and TD Bank, by and through their counsel, objected to continued use of cash collateral on an interim basis. The Debtor, TD Bank, and Blue Cross/Blue Shield having amicably worked an extension to use cash collateral as set forth in this order, until June 12, 2015. The Court shall continue the cash collateral hearing until June 12, 2015, at 11:00 a.m., and objections, if any, shall be due June ___, 2015.

(Page 5)

Debtor: RCC Consultants, Inc.

Case No.: 15-18274 (MBK)

Caption of Order: Amended Second Interim Order Authorizing Use of Cash Collateral

NOTICE ORDER

IT IS FURTHER ORDERED that the Debtor serve a copy of this Order and notice by first class mail within one (1) business day from the date hereof on (i) the Office of the United States Trustee for the District of New Jersey; (ii) the Debtor's twenty largest unsecured creditors; (iii) all secured creditors (specifically TD Bank, N.A.; TD Equipment Finance, Inc.; Dell Financial Services L.L.C.; GreatAmerica Financial Services Corporation; and Ascentium Capital, L.L.C.); (iv) those parties who filed a notice of appearance and request for service of pleadings in this Chapter 11 Case pursuant to Bankruptcy Rule 2002, if any; and (v) any other parties claiming an interest in the cash collateral, if any. The Debtor shall immediately file with the Clerk a Certificate of Service of said mailing.

CONSENTS APPENDED HERETO:

The undersigned hereby consent to the form and entry of the within order:

TRENK, DiPASQUALE, DELLA FERA & SODONO, P.C.

Attorneys for Debtor, RCC Consultants, Inc.

By: /s/ Anthony Sodono, III
Anthony Sodono, III

Dated: May 29, 2015

STARK & STARK

Attorneys for TD Bank, N.A.

By: Timothy P. Duggan
Timothy P. Duggan

Dated: May 29, 2015